Fill in this information to identify your case:

United States Bankruptcy Court for the:

DISTRICT OF NEVADA

Case number *(if known)* ______ Chapter **11**

☐ Check if this an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

4/16

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals,* is available.

1. Debtor's name — **BOONFI LLC**

2. All other names debtor used in the last 8 years

Include any assumed names, trade names and *doing business as* names

3. Debtor's federal Employer Identification Number (EIN) — **35-2566540**

4. Debtor's address

Principal place of business

1401 S. VIRGINIA ST
SUITE 100
RENO, NV 89502
Number, Street, City, State & ZIP Code

WASHOE
County

Mailing address, if different from principal place of business

PO BOX 7296
RENO, NV 89510
P.O. Box, Number, Street, City, State & ZIP Code

Location of principal assets, if different from principal place of business

Number, Street, City, State & ZIP Code

5. Debtor's website (URL)

6. Type of debtor

■ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))

☐ Partnership (excluding LLP)

☐ Other. Specify:

7. Describe debtor's business

A. *Check one:*

☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))

☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))

☐ Railroad (as defined in 11 U.S.C. § 101(44))

☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))

☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))

☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))

■ None of the above

B. *Check all that apply*

☐ Tax-exempt entity (as described in 26 U.S.C. §501)

☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. §80a-3)

☐ Investment advisor (as defined in 15 U.S.C. §80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor.
See http://www.uscourts.gov/four-digit-national-association-naics-codes.

____

8. Under which chapter of the Bankruptcy Code is the debtor filing?

Check one:

☐ Chapter 7

☐ Chapter 9

■ Chapter 11. *Check all that apply*:

- ☐ Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than $2,566,050 (amount subject to adjustment on 4/01/19 and every 3 years after that).
- ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). If the debtor is a small business debtor, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if all of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☐ A plan is being filed with this petition.
- ☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
- ☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
- ☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

☐ Chapter 12

9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?

If more than 2 cases, attach a separate list.

■ No.

☐ Yes.

District ____ When ____ Case number ____

District ____ When ____ Case number ____

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?

List all cases. If more than 1, attach a separate list

☐ No

■ Yes.

Debtor **See Attachment** Relationship ____

District ____ When ____ Case number, if known ____

11. Why is the case filed in *this district?*

Check all that apply:

- ■ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
- ☐ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?

- ■ No
- ☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

Why does the property need immediate attention? (*Check all that apply.*)

- ☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.
  What is the hazard?
- ☐ It needs to be physically secured or protected from the weather.
- ☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).
- ☐ Other

Where is the property?

Number, Street, City, State & ZIP Code

Is the property insured?

- ☐ No
- ☐ Yes. Insurance agency
  Contact name
  Phone

Statistical and administrative information

13. Debtor's estimation of available funds

. *Check one:*

- ■ Funds will be available for distribution to unsecured creditors.
- ☐ After any administrative expenses are paid, no funds will be available to unsecured creditors.

14. Estimated number of creditors

■ 1-49	☐ 1,000-5,000	☐ 25,001-50,000
☐ 50-99	☐ 5001-10,000	☐ 50,001-100,000
☐ 100-199	☐ 10,001-25,000	☐ More than100,000
☐ 200-999		

15. Estimated Assets

☐ $0 - $50,000	☐ $1,000,001 - $10 million	☐ $500,000,001 - $1 billion
☐ $50,001 - $100,000	☐ $10,000,001 - $50 million	☐ $1,000,000,001 - $10 billion
■ $100,001 - $500,000	☐ $50,000,001 - $100 million	☐ $10,000,000,001 - $50 billion
☐ $500,001 - $1 million	☐ $100,000,001 - $500 million	☐ More than $50 billion

16. Estimated liabilities

■ $0 - $50,000	☐ $1,000,001 - $10 million	☐ $500,000,001 - $1 billion
☐ $50,001 - $100,000	☐ $10,000,001 - $50 million	☐ $1,000,000,001 - $10 billion
☐ $100,001 - $500,000	☐ $50,000,001 - $100 million	☐ $10,000,000,001 - $50 billion
☐ $500,001 - $1 million	☐ $100,000,001 - $500 million	☐ More than $50 billion

Debtor **BOONFI LLC** Case number (*if known*)
Name

Request for Relief, Declaration, and Signatures

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to $500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

17. Declaration and signature of authorized representative of debtor

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is trued and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on **April 18, 2017**
MM / DD / YYYY

X **/s/ B. KYLE FERGUSON, PRESIDENT/CEO OF BRISTLECONE, INC.**
Signature of authorized representative of debtor

B. KYLE FERGUSON, PRESIDENT/CEO OF BRISTLECONE, INC.
Printed name

Title **AS MANAGING MEMBER OF BOONFI LLC**

18. Signature of attorney

X **/s/ STEPHEN R. HARRIS**
Signature of attorney for debtor

Date **April 18, 2017**
MM / DD / YYYY

STEPHEN R. HARRIS
Printed name

HARRIS LAW PRACTICE LLC
Firm name

6151 LAKESIDE DRIVE
SUITE 2100
RENO, NV 89511
Number, Street, City, State & ZIP Code

Contact phone **775-786-7600** Email address **steve@harrislawreno.com**

001463
Bar number and State

Fill in this information to identify your case:

United States Bankruptcy Court for the:

DISTRICT OF NEVADA

Case number *(if known)* Chapter **11**

☐ Check if this an amended filing

FORM 201. VOLUNTARY PETITION

Pending Bankruptcy Cases Attachment

Debtor	**BRISTLECONE LENDING, LLC**			Relationship to you	**RELATED ENTITY**
District	**NEVADA**	When	**4/18/17**	Case number, if known	
Debtor	**BRISTLECONE SPV I, LLC**			Relationship to you	**RELATED ENTITY**
District	**NEVADA**	When	**4/18/17**	Case number, if known	
Debtor	**BRISTLECONE, INC.**			Relationship to you	**PARENT**
District	**NEVADA**	When	**4/18/17**	Case number, if known	**17-50472**
Debtor	**I DO LENDING, LLC**			Relationship to you	**RELATED ENTITY**
District	**NEVADA**	When	**4/18/17**	Case number, if known	
Debtor	**MEDLY, LLC**			Relationship to you	**RELATED ENTITY**
District	**NEVADA**	When	**4/18/17**	Case number, if known	
Debtor	**ONE ROAD LENDING, LLC**			Relationship to you	**RELATED ENTITY**
District	**NEVADA**	When	**4/18/17**	Case number, if known	
Debtor	**WAGS LENDING, LLC**			Relationship to you	**RELATED ENTITY**
District	**NEVADA**	When	**4/18/17**	Case number, if known	

Fill in this information to identify the case:	
Debtor name	BOONFI LLC
United States Bankruptcy Court for the:	DISTRICT OF NEVADA
Case number (if known):	

☐ Check if this is an amended filing

Official Form 204

Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders

12/15

A list of creditors holding the 20 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an insider, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 20 largest unsecured claims.

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
BRIAN G. DAVIS C/O MARK SMALLHOUSE, ESQ. 10775 DOUBLE R. BLVD., STE 106 RENO, NV 89521		PENDING LITIGATION	Contingent Unliquidated Disputed			$0.00
CLAYTON LAMB C/O BRISTLECONE HOLDINGS 1401 S. VIRGINIA STREET SUITE 100 RENO, NV 89502		GOODS/SERVICE				$269.59
GRIFFIN, ROBERT C/O BRISTLECONE HOLDINGS 1401 S. VIRGINIA ST. SUITE 100 RENO, NV 89502		GOODS/SERVICE				$809.54
MISSOURI DEPARTMENT OF REVENUE TAXATION DIVISION P.O. BOX 3300 JEFFERSON CITY, MO 65105-3300		TAXES				$3,859.97
MY HEARING CENTER 800 SOUTH MEADOWS PKWY #500 RENO, NV 89521		GOODS/SERVICE				$2,415.69

Debtor **BOONFI LLC**
Name

Case number *(if known)*

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services,	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
NEXHILL FINANCING, LLC C/O MARK SMALLHOUSE, ESQ. 10775 DOUBLE R BLVD, STE 106 RENO, NV 89521		**PENDING LITIGATION**	**Contingent Unliquidated Disputed**			**$0.00**
NEXTEP FUNDING, LLC C/O MARK SMALLHOUSE, ESQ. 10775 DOUBLE R BLVD, STE 106 RENO, NV 89521		**PENDING LITIGATION**	**Contingent Unliquidated Disputed**			**$0.00**
SAMUEL L. PAUL C/O MARK SMALLHOUSE, ESQ. 10775 DOUBLE R BLVD., STE 106 RENO, NV 89521		**PENDING LITIGATION**	**Contingent Unliquidated Disputed**			**$0.00**
WESTMINSTER NATIONAL CAPITAL CO. C/O JACK COOK PRINCETON ALTERNATIVE FUNDING 100 CANAL POINTE BLVD, STE 208 PRINCETON, NJ 08540		**GUARANTY OF MONEY LOANED TO BRISTLECONE, INC.**	**Contingent Unliquidated Disputed**			**$0.00**
WYOMING SECRETARY OF STATE 2020 CAREY AVENUE SUITE 700 CHEYENNE, WY 82002						**$50.00**

B2030 (Form 2030) (12/15)

United States Bankruptcy Court
District of Nevada

In re **BOONFI LLC** Debtor(s)

Case No.
Chapter **11**

DISCLOSURE OF COMPENSATION OF ATTORNEY FOR DEBTOR(S)

1. Pursuant to 11 U .S.C. § 329(a) and Fed. Bankr. P. 2016(b), I certify that I am the attorney for the above named debtor(s) and that compensation paid to me within one year before the filing of the petition in bankruptcy, or agreed to be paid to me, for services rendered or to be rendered on behalf of the debtor(s) in contemplation of or in connection with the bankruptcy case is as follows:

For legal services, I have agreed to accept	$	**ACTUAL FEES/COSTS**
Prior to the filing of this statement I have received	$	**5,717.00**
Balance Due	$	**UNKNOWN**

2. The source of the compensation paid to me was:

   ☐ Debtor ☑ Other (specify): BRISTLECONE, INC. - PARENT

3. The source of compensation to be paid to me is:

   ☑ Debtor ☐ Other (specify):

4. ☑ I have not agreed to share the above-disclosed compensation with any other person unless they are members and associates of my law firm.

   ☐ I have agreed to share the above-disclosed compensation with a person or persons who are not members or associates of my law firm. A copy of the agreement, together with a list of the names of the people sharing in the compensation is attached.

5. In return for the above-disclosed fee, I have agreed to render legal service for all aspects of the bankruptcy case, including:

   a. Analysis of the debtor's financial situation, and rendering advice to the debtor in determining whether to file a petition in bankruptcy;
   b. Preparation and filing of any petition, schedules, statement of affairs and plan which may be required;
   c. Representation of the debtor at the meeting of creditors and confirmation hearing, and any adjourned hearings thereof;
   d. [Other provisions as needed]

6. By agreement with the debtor(s), the above-disclosed fee does not include the following service:

CERTIFICATION

I certify that the foregoing is a complete statement of any agreement or arrangement for payment to me for representation of the debtor(s) in this bankruptcy proceeding.

April 18, 2017
Date

/S/ STEPHEN R. HARRIS
STEPHEN R. HARRIS
Signature of Attorney
HARRIS LAW PRACTICE LLC
6151 LAKESIDE DRIVE
SUITE 2100
RENO, NV 89511
775-786-7600 Fax: 775-786-7764
steve@harrislawreno.com
Name of law firm

United States Bankruptcy Court
District of Nevada

In re **BOONFI LLC** Debtor(s)

Case No.

Chapter **11**

LIST OF EQUITY SECURITY HOLDERS

Following is the list of the Debtor's equity security holders which is prepared in accordance with rule 1007(a)(3) for filing in this Chapter 11 Case

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
BRISTLECONE, INC. **1401 S. VIRGINIA STREET** **SUITE 100** **RENO, NV 89502**	**MANAGING**	**100 PERCENT**	**MEMBER**

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the **AS MANAGING MEMBER OF BOONFI LLC** of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing List of Equity Security Holders and that it is true and correct to the best of my information and belief.

Date **April 18, 2017**

Signature **/s/ B. KYLE FERGUSON, PRESIDENT/CEO OF BRISTLECONE, INC.**

B. KYLE FERGUSON, PRESIDENT/CEO OF BRISTLECONE, INC.

Penalty for making a false statement of concealing property: Fine of up to $500,000 or imprisonment for up to 5 years or both. 18 U.S.C. §§ 152 and 3571.

United States Bankruptcy Court
District of Nevada

In re **BOONFI LLC** Debtor(s)

Case No.

Chapter **11**

VERIFICATION OF CREDITOR MATRIX

I, the AS MANAGING MEMBER OF BOONFI LLC of the corporation named as the debtor in this case, hereby verify that the attached list of creditors is true and correct to the best of my knowledge.

Date: **April 18, 2017**

/s/ B. KYLE FERGUSON, PRESIDENT/CEO OF BRISTLECONE, INC.

B. KYLE FERGUSON, PRESIDENT/CEO OF BRISTLECONE, INC./AS MANAGING MEMBER OF BOONFI LLC

Signer/Title

BOONFI LLC
PO BOX 7296
RENO, NV 89510

STEPHEN R. HARRIS
HARRIS LAW PRACTICE LLC
6151 LAKESIDE DRIVE
SUITE 2100
RENO, NV 89511

INTERNAL REVENUE SERVICE
P O BOX 7346
PHILADELPHIA, PA 19101-7346

NEVADA DEPARTMENT OF MOTOR VEHICLES
LEGAL DIVISION
855 WRIGHT WAY
CARSON CITY, NV 89711

NEVADA DEPARTMENT OF TAXATION
BANKRUPTCY SECTION
555 E. WASHINGTON
STE 1300
LAS VEGAS, NV 89101

NEVADA LABOR COMMISSION
1818 E. COLLEGE DRIVE
#102
CARSON CITY, NV 89706

OFFICE OF THE UNITED STATES TRUSTEE
300 BOOTH STREET ROOM 3009
RENO, NV 89509

BRIAN G. DAVIS
C/O MARK SMALLHOUSE, ESQ.
10775 DOUBLE R. BLVD., STE 106
RENO, NV 89521

BRISTLECONE, INC.
1401 S. VIRGINIA STREET
SUITE 100
RENO, NV 89502

CLAYTON LAMB
C/O BRISTLECONE HOLDINGS
1401 S. VIRGINIA STREET
SUITE 100
RENO, NV 89502

GRIFFIN, ROBERT
C/O BRISTLECONE HOLDINGS
1401 S. VIRGINIA ST.
SUITE 100
RENO, NV 89502

MICHAEL D. HOY, ESQ.
50 W. LIBERTY ST.
STE 840
RENO, NV 89501

MISSOURI DEPARTMENT OF REVENUE
TAXATION DIVISION
P.O. BOX 3300
JEFFERSON CITY, MO 65105-3300

MY HEARING CENTER
800 SOUTH MEADOWS PKWY #500
RENO, NV 89521

NEXHILL FINANCING, LLC
C/O MARK SMALLHOUSE, ESQ.
10775 DOUBLE R BLVD, STE 106
RENO, NV 89521

NEXTEP FUNDING, LLC
C/O MARK SMALLHOUSE, ESQ.
10775 DOUBLE R BLVD, STE 106
RENO, NV 89521

SAMUEL L. PAUL
C/O MARK SMALLHOUSE, ESQ.
10775 DOUBLE R BLVD., STE 106
RENO, NV 89521

WESTMINSTER NATIONAL CAPITAL CO.
C/O JACK COOK
PRINCETON ALTERNATIVE FUNDING
100 CANAL POINTE BLVD, STE 208
PRINCETON, NJ 08540

WYOMING SECRETARY OF STATE
2020 CAREY AVENUE
SUITE 700
CHEYENNE, WY 82002

United States Bankruptcy Court
District of Nevada

In re **BOONFI LLC** Case No.
Debtor(s) Chapter **11**

CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)

Pursuant to Federal Rule of Bankruptcy Procedure 7007.1 and to enable the Judges to evaluate possible disqualification or recusal, the undersigned counsel for **BOONFI LLC** in the above captioned action, certifies that the following is a (are) corporation(s), other than the debtor or a governmental unit, that directly or indirectly own(s) 10% or more of any class of the corporation's(s') equity interests, or states that there are no entities to report under FRBP 7007.1:

■ None [*Check if applicable*]

April 18, 2017
Date

/s/ STEPHEN R. HARRIS
STEPHEN R. HARRIS
Signature of Attorney or Litigant
Counsel for **BOONFI LLC**

HARRIS LAW PRACTICE LLC
6151 LAKESIDE DRIVE
SUITE 2100
RENO, NV 89511
775-786-7600 Fax:775-786-7764
steve@harrislawreno.com

United States Bankruptcy Court
District of Nevada

In re **BOONFI LLC** Case No. ______
Debtor(s) Chapter **11**

STATEMENT REGARDING AUTHORITY TO SIGN AND FILE PETITION

I, **B. KYLE FERGUSON,** declare under penalty of perjury that I am the **PRESIDENT/CEO OF BRISTLECONE, INC., MANAGING MEMBER** of **BOONFI LLC**, and that the following is a true and correct copy of the resolutions adopted by the Board of Directors of said corporation at a special meeting duly called and held on the **13TH** day of **APRIL**, 20**17**.

"Whereas, it is in the best interest of this corporation to file a voluntary petition in the United States Bankruptcy Court pursuant to Chapter 11 of Title 11 of the United States Code;

Be It Therefore Resolved, that **B. KYLE FERGUSON, PRESIDENT/CEO OF BRISTLECONE, INC.**, **AS MANAGING MEMBER** of this Corporation, is authorized and directed to execute and deliver all documents necessary to perfect the filing of a chapter **11** voluntary bankruptcy case on behalf of the corporation; and

Be It Further Resolved, that **B. KYLE FERGUSON, PRESIDENT/CEO OF BRISTLECONE, INC.**, **AS MANAGING MEMBER** of this Corporation is authorized and directed to appear in all bankruptcy proceedings on behalf of the corporation, and to otherwise do and perform all acts and deeds and to execute and deliver all necessary documents on behalf of the corporation in connection with such bankruptcy case, and

Be It Further Resolved, that **B. KYLE FERGUSON, PRESIDENT/CEO OF BRISTLECONE, INC.**, **AS MANAGING MEMBER** of this Corporation is authorized and directed to employ **STEPHEN R. HARRIS**, attorney and the law firm of **HARRIS LAW PRACTICE LLC** to represent the corporation in such bankruptcy case."

Date **April 13, 2017**

Signed /s/ B. Kyle Ferguson
B. KYLE FERGUSON, PRESIDENT/CEO OF BRISTLECONE, INC.

Resolution of Board of Directors
of
BOONFI LLC

Whereas, it is in the best interest of this corporation to file a voluntary petition in the the United States Bankruptcy Court pursuant to Chapter **11** of Title 11 of the United States Code;

Be It Therefore Resolved, that **B. KYLE FERGUSON, PRESIDENT/CEO OF BRISTLECONE, INC.**, **AS MANAGING MEMBER** of this Corporation, is authorized and directed to execute and deliver all documents necessary to perfect the filing of a chapter **11** voluntary bankruptcy case on behalf of the corporation; and

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Be It Further Resolved, that **B. KYLE FERGUSON, PRESIDENT/CEO OF BRISTLECONE, INC.**, **AS MANAGING MEMBER** of this Corporation is authorized and directed to employ **STEPHEN R. HARRIS**, attorney and the law firm of **HARRIS LAW PRACTICE LLC** to represent the corporation in such bankruptcy case.

Date **April 13, 2017** Signed ***/s/* B. Kyle Ferguson**

Date **April 13, 2017** Signed